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18 IN RE HEWLETT-PACKARD COMPANY
19 SHAREHOLDER DERIVATIVE
20 LITIGATION,

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22 This Document Relates to: All Actions
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Master File No. 3:12-cv-6003-CRB

**ADMINISTRATIVE MOTION
REQUESTING CONTINUANCE OF
DATES IN THE MAY 28, 2013 STAY
STIPULATION AND ORDER**

[Local Rule 7-11]

Judge: Hon. Charles R. Breyer

1 Pursuant to this Court's Civil Standing Order and Civil Local Rule 7-11, the below
2 Defendants move this Court for a continuance of certain dates in the Stipulation Of All Parties To
3 Stay Case Through July 31, 2013, ordered by this Court on May 28, 2013 ("May 28 Stay
4 Stipulation and Order"). Docket No. 87. Specifically, the below Defendants ask that the Court
5 continue the time by which Defendants must respond to the Consolidated Complaint from
6 September 10, 2013 to six weeks after the Court has ruled upon Defendants' Motion to Stay. The
7 hearing on the Motion to Stay is presently set for September 6.

8 Good cause exists for this request. Given the September 6 hearing, unless the Court
9 adjusts the September 10 filing date, Defendants will be required to spend their time and HP's
10 resources responding to the Consolidated Complaint pending the Court's decision on the Motion
11 to Stay. Such needless waste benefits no one. Moreover, Defendants' responses to the Complaint
12 may look very different depending on the results of the Court's ruling on the Motion to Stay and
13 the status and results of the work of the Demand Review Committee that is currently investigating
14 Plaintiff's claims, as well as the claims made by other HP shareholders in their demand letters.

15 Plaintiff recognized that Defendants should not be responding to the Complaint while the
16 Motion to Stay is pending, presumably also recognizing that Plaintiff is claiming to represent HP
17 which would have to pay for all Defendants' briefing when the case might be stayed. But at the
18 end of the meet-and-confer process yesterday, Plaintiff rejected the request for six weeks, instead
19 offering to extend the existing deadline by only four days after the Court rules on the Motion to
20 Stay. Plaintiff thus vitiated his recognition that Defendants should not have to respond to the
21 Complaint pending the Court's ruling on Defendants' requested stay.

22 By way of summary, on July 30, 2013, HP filed its Motion to Stay, joined by other
23 Defendants. (Docket Nos. 102 & 110). Defendants' Motion to Stay is scheduled to be heard on
24 September 6, 2013—two business days prior to the current due date for Defendants' response to
25 the 180-page Consolidated Shareholder Derivative Complaint. Under the current schedule, if the
26 Court does not decide the Motion to Stay by September 10, Defendants will be compelled to file
27 their responses that day not knowing whether the action is stayed. Were the Court to deny the
28 Motion to Stay on September 6, Defendants would have only two business days to prepare and

1 file their responses.

2 Given the unworkability of, and waste inherent in, the current schedule, for several weeks
 3 counsel for HP has requested to discuss with Plaintiff's counsel an extension of the September 10
 4 response deadline consistent with the schedule in the May 28 Stay Stipulation and Order—i.e.,
 5 Defendants' responses due six weeks following the Court's ruling on the Motion to Stay. *See*
 6 Declaration of Neil Goteiner in Support of Defendants' Administrative Motion Requesting
 7 Continuance Of Dates In May 28 Stay Stipulation And Order. Yesterday, Plaintiff's counsel
 8 refused to grant the requested extension. *Id.* ¶7, Ex. D at 1. Instead, Plaintiff's counsel offered
 9 only to extend the September 10 response date by "the time it takes to issue a ruling." *Id.* Thus,
 10 if the Court on September 6 denied Defendants' stay motion, Defendants' responses would still
 11 be due on September 10. If the Court denied Defendants' motion on September 9, Defendants'
 12 response would be due on September 13. In short, since Defendants obviously cannot risk
 13 leaving themselves four days to prepare and file a response to the Consolidated Complaint,
 14 Plaintiff's offer would still require Defendants to prepare their responses to the Consolidated
 15 Complaint without knowing whether the action will be stayed. The result would be a needless
 16 waste of HP's resources in the event the Motion for a Stay is granted. The only countervailing
 17 consideration is that Defendants' responses would be served six weeks, rather than four days,
 18 after the Court rules, which is to say no real prejudice at all.

19 Defendants have acted expeditiously, filing this Motion one day after Plaintiff refused to
 20 grant the requested extension.

21 Defendants therefore respectfully request that the Court modify the schedule as set forth in
 22 the May 28 Stay Stipulation and Order, ¶2, by continuing those deadlines to the new dates set
 23 forth below:

24 1. If Defendants' Motion to Stay is denied, Defendants' answers, motions, or other
 25 papers in response to the Consolidated Complaint shall be filed no later than 42
 26 days (six weeks) following issuance of the Court's Order denying Defendants'
 27 Motion.

28 2. If Defendants' Motion to Stay is granted, Defendants' answers, motions, or other

papers in response to the Consolidated Complaint shall be filed no later than 42 days (six weeks) following the expiration of the stay, or such other time as the Court may direct at that time.

3. In the event Defendants file any motion(s) directed at the Consolidated Complaint, Plaintiff's opposition brief(s) shall be filed no later than 56 days (eight weeks) after the filing of Defendants' motion(s).

4. Reply brief(s) on such motion(s) shall be filed no later than 28 days (four weeks) after the filing of Plaintiff's opposition(s).

Dated: August 23, 2013.

FARELLA, BRAUN & MARTEL, LLP

By: /s/
Neil A. Goteiner

Attorneys for Defendant
Hewlett-Packard Company

Dated: August 23, 2013.

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By: /s/
Ada Fernandez Johnson

Attorneys for Defendant Léo Apotheker

Dated: August 23, 2013.

COOLEY LLP

By: /s/
Jeffrey M. Kaban

Attorneys for Defendant Margaret C. Whitman

Dated: August 23, 2013.

O'MELVENY & MYERS LLP

By: /s/
Daniel H. Bookin

Attorneys for Defendant Shane V. Robinson

1 Dated: August 23, 2013.

SHEARMAN & STERLING LLP

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3 By: /s/
Sara Ricciardi

4 Attorneys for Defendant Perella Weinberg
5 Partners LP

6 Dated: August 23, 2013.

SKADDEN, ARPS, SLATE, MEAGHER &
FLOM LLP

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8 By: /s/
Timothy A. Miller

9 Attorneys for Specially Appearing Defendants
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12 Ann M. Livermore, Gary M. Reiner, Patricia F.
13 Russo, G. Kennedy Thompson, Ralph V.
14 Whitworth, Lawrence T. Babbio, Jr., Sari M.
15 Baldauf, and Dominique Senequier

16
17 **ATTESTATION OF CONCURRENCE IN FILING**

18 In accordance with the Northern District of California's General Order No. 45, Section
19 X(B), I hereby attest that I have obtained the concurrence of all other signatories in the filing of
20 this document.

21 Dated: August 23, 2013.

FARELLA, BRAUN & MARTEL, LLP

22
23 By: /s/
Neil A. Goteiner

24 Attorneys for Defendant
25 Hewlett-Packard Company

[PROPOSED] ORDER

IT IS HEREBY ORDERED THAT good cause exists to support the granting of the Administrative Motion Request Continuance Of Dates In The May 28 Stay Stipulation And Order. Accordingly, the Motion is GRANTED. The Court hereby enters the following revised scheduling Order:

1. If Defendants' Motion to Stay is denied, Defendants' answers, motions, or other papers in response to the Consolidated Complaint shall be filed no later than 42 days (six weeks) following issuance of the Court's Order denying Defendants' Motion.
2. If Defendants' Motion to Stay is granted, Defendants' answers, motions, or other papers in response to the Consolidated Complaint shall be filed no later than 42 days (six weeks) following the expiration of the stay, or such other time as the Court may direct at that time.
3. In the event Defendants file any motion(s) directed at the Consolidated Complaint, Plaintiff's opposition brief(s) shall be filed no later than 56 days (eight weeks) after the filing of Defendants' motion(s).
4. Reply brief(s) on such motion(s) shall be filed no later than 28 days (four weeks) after the filing of Plaintiff's opposition(s).

IT IS SO ORDERED.

HON. CHARLES R. BREYER
UNITED STATES DISTRICT JUDGE